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**BABCOCK RANCH COMMUNITY
INCREMENT 3**

DRI INCREMENTAL DEVELOPMENT ORDER

**BOARD OF COUNTY COMMISSIONERS
CHARLOTTE COUNTY, FLORIDA**

ADOPTED NOVEMBER 25, 2025

ROGER D. EATON, CHARLOTTE COUNTY CLERK OF
CIRCUIT COURT
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1 RESOLUTION NO. 2025-~~387~~

2 AN INCREMENTAL DEVELOPMENT ORDER OF THE BOARD OF COUNTY
3 COMMISSIONERS OF CHARLOTTE COUNTY FLORIDA FOR INCREMENT 3 OF
4 THE BABCOCK RANCH COMMUNITY (CHARLOTTE COUNTY), A MASTER
5 DEVELOPMENT OF REGIONAL IMPACT

6 WHEREAS, on June 30, 2022 Babcock Property Holdings, LLC ("Developer"), in
7 accordance with Subsections 380.06(6) and (21), Florida Statutes, filed an Application for
8 Incremental Development Approval ("AIDA") known as the Babcock Ranch Community,
9 Increment 3 (hereinafter "BRC Increment 3" "Increment 3" or "Project") with Charlotte
10 County, Florida ("County") and the Southwest Florida Regional Planning Council
11 ("SWFRPC"); and

12 ~~WHEREAS, Developer, County, and the SWFRPC entered into a Master DRI~~
13 ~~Agreement on March 13, 2007 (fully executed March 16, 2007), as required by Section~~
14 ~~380.06(21)(b), Florida Statutes ("AMDA Agreement"); and~~

15 ~~WHEREAS, in February, 2007, Developer, in accordance with Subsection~~
16 ~~380.06(6) and (21), Florida Statutes, filed an Application for Master Development~~
17 ~~Approval ("AMDA") of a Development of Regional Impact known as the Babcock Ranch~~
18 ~~Community ("BRC") with Charlotte County and SWFRPC; and~~

19 WHEREAS, on December 13, 2007, the Board approved and adopted the BRC
20 Master Development of Regional Impact Master DRI Development Order under
21 Resolution 2007-196, as subsequently amended on June 17, 2008 by Resolution 2008-
22 063; on December 15, 2009 by Resolution 2009-283; on December 13, 2011 by
23 Resolution 2011-485; on April 24, 2012 by Resolution 2012-024; on July 25, 2017 by
24 Resolution 2017-187; on June 12, 2018 by Resolution 2018-077; and on July 27, 2021

1 by Resolution 2021- 108 ~~(“MDO”)~~; and on May 23, 2023 by Resolution 2023-081
2 (“MDO”).

3 WHEREAS, on May 23, 2023 the Board approved and adopted the BRC Increment
4 3 DRI Incremental Development Order under Resolution 2023-081 (“IDO”); and;

5 WHEREAS, the Developer has timely notified the County of the extension of the
6 phase, expiration and buildout dates for the IDO, as well as the associated mitigation
7 requirements under Section 73, Chapter 2011-139, Laws of Florida, and in accordance
8 with Section 252.363, Florida Statutes, so that all phase, expiration and buildout dates,
9 as well as associated mitigation dates contained within the IDO were cumulatively
10 extended as hereinafter provided; and

11 WHEREAS, all of the agreements, studies, reports and other documents
12 referenced in this ~~BRC Increment 3 Incremental Development Order (“IDO”)~~ shall be kept
13 on file with Charlotte County; and

14 WHEREAS, the Board, as the governing body of the unincorporated area of
15 Charlotte County having jurisdiction pursuant to Section 380.06, Florida Statutes, is
16 authorized and empowered to consider the requested ~~AIDA~~ Amendment for the BRC
17 Increment 3; and

18 WHEREAS, the public notice requirements of Section 380.06, Florida Statutes,
19 and the Charlotte County Land Development Regulations (“LDR”), which includes the
20 County’s Zoning Ordinance, have been satisfied for the ~~AIDA~~ Amendment; and

21 WHEREAS, the Charlotte County Planning and Zoning Board has reviewed and
22 considered the County’s staff report and held a public hearing to consider the ~~AIDA~~
23 Amendment on October 13, 2025; and

1 WHEREAS, the issuance of a development order pursuant to Section 380.06,
2 Florida Statutes, does not constitute a waiver of any powers or rights of County regarding
3 the issuance of other development permits consistent herewith; and

4 WHEREAS, on November 25, 2025, the Board, at a public hearing in accordance
5 with Section 380.06, Florida Statutes, having considered the AIDA Amendment submitted
6 by Developer, the AIDA Amendment sufficiency questions from reviewing agencies and
7 Developer's responses thereto, the documentary and oral evidence presented at the
8 hearing before the Board, the report and recommendations of the Charlotte County
9 Planning and Zoning Board, and the recommendations of County staff, makes the
10 Findings of Fact and Conclusions of Law set forth below.

11 NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY
12 COMMISSIONERS OF CHARLOTTE COUNTY, FLORIDA THAT:

13 **RECITALS**

14 The recitals set forth above are true and correct and are incorporated herein and
15 made a part hereof.

16 **FINDINGS OF FACT AND CONCLUSIONS OF LAW**

- 17 1. The real property constituting Increment 3_x which is the subject of the AIDA
18 Amendment, consists of approximately 4,535.00 acres, and is legally described as set
19 forth in Exhibit A attached hereto and made a part hereof ("Property" or "Community").
- 20 2. The AIDA Amendment is consistent with Section 380.06, Florida Statutes.
- 21 3. The AIDA Amendment is consistent with the MDO, which is incorporated herein
22 by reference.

1 4. The Developer submitted an Amendment to the County ~~an AIDA on June 30, 2022~~
2 February 26, 2025. The representations and commitments of Developer made in the
3 ~~AIDA Amendment~~ which are made conditions of this IDO are identified and set forth
4 herein.

5 5. The Developer proposes to develop Increment 3 in accordance with the Babcock
6 Master Concept Plan (Map H) attached hereto as Exhibit B and made a part hereof. Map
7 H constitutes a portion of the revised Master Plan for the Babcock Ranch Overlay District
8 in the Charlotte 2050 Comprehensive Plan ("Comprehensive Plan"). The development
9 program for Increment 3 authorized by this IDO, consisting of one phase, is as follows
10 ("Development Program"), subject to the limitations contained herein:

11 (i) 3,562,170 residential dwelling units (~~3,562,168~~ single family units and
12 1,002 multifamily units);

13 ~~(i)(ii)~~ 733,000 square feet of commercial/retail/office (including medical);
14 a. ~~200,000~~ 643,000 square feet of commercial/retail;

15 b. ~~80~~ 90,000 square feet of office;

16 ~~(ii)(iii)~~ 10,000 square feet of government/civic uses;

17 ~~(iii)(iv)~~ 100,000 square feet of industrial;

18 ~~(iv)(v)~~ 18-hole golf course and related facilities, including but not limited to
19 maintenance facilities and cart barn;

20 ~~(v)(vi)~~ 139 assisted living facility (ALF) beds;

21 (vii) Supporting community facilities such as educational service centers,
22 schools, university facilities, libraries, places of worship, fire, EMS and
23 sheriff facilities, regional and community park facilities, clubhouses and
24

1 similar neighborhood amenities, and the necessary utility infrastructure
2 including, but not limited to, water, wastewater and reuse water systems,
3 electric, telephone and cable systems, will not be attributed to the
4 development components set forth above, and will not count towards the
5 maximum thresholds of development as established in this IDO;

6 (viii) All other ancillary facilities, together with the development components set
7 forth above [excluding (ivii)] shall not exceed the maximum thresholds
8 established in this IDO, subject to the use of the Land Use Equivalency
9 Matrix contained in the MDO; and

10 (ix) Temporary housing for construction workers and their families will not count
11 against the residential dwelling units allowed herein.

12 6. The Increment 3 development is not in an area designated as an Area of Critical
13 State Concern pursuant to the Provisions of Section 380.05, Florida Statutes, as
14 amended.

15 7. The Increment 3 development is consistent with the current land development
16 regulations and the Comprehensive Plan, adopted pursuant to Chapter 163, Part II,
17 Florida Statutes. Further, it is orderly, maximizes efficiency of infrastructure, and provides
18 for specific infrastructure improvements needed to meet prescribed levels of service.

19 8. Increment 3 development as approved herein is consistent with the State
20 Comprehensive Plan.

21 9. The mitigation provided for Increment 3 development is consistent with the
22 requirements of Section 163.3180(5), F.S.

1 10. The ~~AIDA~~ Amendment for Increment 3 of the BRC DRI is hereby approved, subject
2 to compliance with the conditions contained in this IDO and the MDO.

3 **CONDITIONS**

4 **1. GROSS RESIDENTIAL DENSITY CONDITION AND DEVELOPMENT**
5 **PROGRAM**

6 A. Representations and Commitments as Conditions.

7 (1) The Development Program is approved and may be adjusted by Developer
8 in accordance with the Land Use Equivalency Matrix attached as Exhibit H to the MDO.

9 (2) The Updated Summary of Land Dedication & Facilities Construction for
10 Increment 3 is attached hereto as Exhibit D.

11 (3) The minimum amount of non-residential development which may be
12 constructed by the end of Increment 3 relative to the cumulative number of residential
13 units which have been, or are projected to be, developed in Increment 3 shall be 10,000
14 square feet. The intent is that non-residential uses be allowed to serve the occupancy of
15 dwelling units.

16 (4) Development within Increment 3 shall be in accordance with Exhibit E.

17 (5) Current uses within Increment 3 may continue to operate until such time
18 said use is permanently replaced with a use approved herein. Current uses within
19 Increment 3 include, but are not limited to, cattle grazing, agricultural uses, and
20 ecotourism uses. Permits for existing uses can be renewed or modified as an allowed
21 use until said use is permanently replaced by a use approved herein.

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1 **2. AFFORDABLE HOUSING**

2 A. Representations and Commitments as Conditions. – None.

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1 **3. STORMWATER MANAGEMENT, WATER QUALITY, AND FLOOD PLAINS**

2 **A. Representations and Commitments as Conditions.**

3 (1) The Master Drainage Plan for Increment 3 is attached hereto as Exhibit F.

4 (2) The design of the Increment 3 surface water management system will
5 comply with the MDO Stormwater Plan.

6 (3) Development of Increment 3 includes conveyance features located outside
7 the Increment 3 boundaries that convey stormwater runoff. Examples of conveyance
8 features include, but are not limited to, swales, ditches, canals and overland flow. Some
9 improvements to these conveyance features will be made as part of Increment 3.

10 (4) The stormwater management system shall be that system as permitted by
11 the South Florida Water Management District ("SFWMD") Individual Environmental
12 Resource Permit No. 08-00004-S-05, as supplemented by Permit No. 08-105624-P
13 (Application No. 200526-3536) ("Conceptual ERP").

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1 **4. TRANSPORTATION**

2 A. Representations and Commitments as Conditions.

3 (1) Refer to Exhibit G of the Master Development Order for the Cumulative
4 Incremental Transportation Conditions.

5 (2) The Master Internal Circulation Plan for Increment 3 is attached hereto as
6 Exhibit G.

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1 **5. VEGETATION, WILDLIFE, AND WETLANDS**

2 **A. Representations and Commitments as Conditions.**

3 (1) FDEP State 404 Permit No. 396574-001 issued November 19, 2021
4 ("State 404 Permit"), provides specific conditions to address both State and federally
5 listed species. These permit conditions incorporate by reference the Biological Opinion
6 for the BRC.

7 (2) Development within Increment 3 shall comply with the threatened and
8 endangered management plan ("T&E Plan") provided for in the Conceptual ERP and
9 State 404 Permit, as may be modified.

10 (3) Development within Increment 3 shall comply with the mitigation
11 requirements provided for in the ERP and State 404 Permit, as may be modified.

12 (4) Mitigation for wetlands and listed species within the Increment 3 boundary
13 may occur outside the Increment 3 boundary in accordance with the MDO, and the
14 approved T&E Plan and Mitigation Plan referenced in the MDO, and included in the state
15 and federal permits.

16 (5) Any amendments to the T&E Plan and Mitigation Plan shall be provided to
17 the County as part of the applicable Biennial Report for Increment 3.

18 (6) Copies of any conservation easements that have been recorded relative to
19 Increment 3 that were not provided in a previously submitted Biennial Report shall be
20 provided to the County as part of the applicable Biennial Report for Increment 3.

21 (7) A Greenway Map for Increment 3 is attached hereto as Exhibit H.

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1 **6. WASTEWATER MANAGEMENT AND WATER SUPPLY**

2 A. Representations and Commitments as Conditions.

3 (1) The Primary Utility Corridor map for Increment 3 is attached hereto as
4 Exhibit I.

5 (2) The source of raw water for potable service within Increment 3 will be
6 groundwater. MSKP Town and Country Utility, LLC or its successors and assigns will
7 provide water service for Increment 3.

8 (3) MSKP Town and Country Utility, LLC or its successors and assigns will
9 provide wastewater service for Increment 3.

10 (4) Wastewater treatment options in the Increment 3 North A and B areas may
11 include decentralized facilities.

12 (5) On-site wastewater treatment systems may be used permanently within the
13 Increment 3 North A and B areas.

14 (6) Agricultural activities within the Increment 3 North A and B areas will
15 continue to use agricultural wells, consistent with approved SFWMD permits. An
16 agricultural well may be converted or a new potable supply well may be established for
17 non-agricultural activities within the Increment 3 North A and B areas, ~~as needs arise.~~

18 (7) All effluent suitable for Public Access Reuse will be stored and distributed
19 as needed into an irrigation system which will include residential, commercial, median
20 and other green areas. After storage has been maximized, excess effluent will be
21 disposed of consistent with Florida Department of Environmental Protection permitting.
22 Irrigation systems will use best management practices to minimize overspray onto
23 impervious systems that could lead to the stormwater management system.

1 (8) Babcock Ranch Irrigation, LLC, or its successors and assigns, will provide
2 reclaimed water service for Increment 3.

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1 **7. EDUCATION**

2 **A. Representations and Commitments as Conditions.**

3 (1) The Developer shall comply with the School Site Dedication Agreement.

4 (2) The Developer, District, County and the School Board of Charlotte County
5 entered into an Addendum to the School Site Dedication Agreement on January 8, 2018
6 (“Agreement”) addressing school concurrency for development. If the Agreement is not
7 implemented to address school concurrency, the Developer and Charlotte County School
8 Board shall amend the Agreement accordingly.

9 (3) Age-restricted communities will not be subject to school concurrency
10 requirements.

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1 **8. POLICE AND FIRE**

2 **A. Representations and Commitments as Conditions.**

3 (1) All law enforcement, fire, and EMS impact fees collected from the
4 Development (not including any interest earned by County) shall be provided to
5 Developer or District in the form of reimbursements as set forth in the Impact Fee
6 Agreement.

7 (2) Fire protection may be served by appropriately pressurized irrigation water.

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1 **9. SOLID/HAZARDOUS/MEDICAL WASTE**

2 A. Representations and Commitments as Conditions.

3 (1) Solid waste in Increment 3 will be collected by the District. Increment 3 is
4 not intended to be part of the County's Sanitation District; however, solid waste will be
5 sent to the Charlotte County Landfill.

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1 **10. OPEN SPACE AND PARKS**

2 **A. Representations and Commitments as Conditions.**

3 (1) Renewable energy and energy storage resource facilities and systems shall
4 be allowed throughout Increment 3. If constructed within Active Greenways, such facilities
5 shall not count as open space.

6 (2) Park sites shall be conveyed to the District or a property owner's association
7 (POA) with exotic plants removed and infrastructure provided.

8 (3) District or Developer shall prepare the master plan(s) for the permanent
9 park site(s) required within Increment 3. The Developer, District or POA shall develop
10 and operate the parks within Increment 3.

11 (4) General agricultural operations may be conducted throughout Increment 3
12 in accordance with the Comprehensive Plan and the LDR.

13 (5) All parks and library impact fees collected from the Development within
14 Increment 3 shall be provided to the Developer or District in accordance with the Impact
15 Fee Agreement.

16 (6) Common recreational areas and common open spaces within Increment 3,
17 if any, will be maintained by a POA or the District.

18 (7) Some recreation and parks may be provided as temporary uses in
19 Increment 3 that might be replaced by future development as other facilities are provided.

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1 **11. ENERGY**

2 A. Representations and Commitments as Conditions - None.

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1 **13. CONSISTENCY WITH THE LOCAL COMPREHENSIVE PLAN**

2 County has determined that the Increment 3 project is consistent with the
3 Comprehensive Plan.

4 **14. BIENNIAL REPORTS**

5 The Developer of Increment 3, or its successor(s)-in-title to the undeveloped
6 portions of Increment 3, must submit a biennial report to the County. The Developer of
7 Increment 3 must inform successors-in-title to any undeveloped portion of the real
8 property covered by this IDO of this reporting requirement.

9 **15. COMPLIANCE MONITORING**

10 The County Administrator, or his or her designee, shall be the local official
11 responsible for assuring compliance with the IDO. Monitoring procedures will include
12 County's site plan review and code enforcement procedures, and the Biennial Reports.

13 **16. EXEMPTION FROM DOWNZONING AND DENSITY/INTENSITY REDUCTION**

14 Pursuant to Subsection 380.06(4)(a), Florida Statutes, this Increment 3 project is
15 exempt from down zoning, intensity reduction, or unit density reduction until December
16 31, 2038, unless County can demonstrate that substantial changes in the conditions
17 underlying the approval of this IDO have occurred or this IDO was based on substantially
18 inaccurate information provided by the Developer or that the change is clearly established
19 by local government to be essential to the public health, safety, or welfare.

20 **17. COMMENCEMENT OF DEVELOPMENT**

21 Development shall has commenced in accordance with the deadline(s)
22 established in this IDO.

1 **18. PROJECTED BUILDOUT**

2 Buildout of Increment 3 is projected to occur on or about February 28, 2053
3 ~~December 31, 2038~~ ("Buildout Date").

4 **19. EXPIRATION DATE**

5 The expiration date for this IDO is ~~December 31, 2045~~ September 9, 2055.

6 **20. DEVELOPMENT PERMITS**

7 Subsequent requests for development permits within Increment 3 shall not require
8 further review pursuant to Section 380.06, Florida Statutes. Amendments to this IDO shall
9 be processed in accordance with Charlotte County Code 3-9-10.1, as may be amended.

10 **21. GENERAL PROVISIONS**

11 The approval granted by this IDO is limited. Such approval shall not be construed
12 to relieve the Developer of the duty to comply with all other applicable local, state, or
13 federal permitting regulations.

14 A. Developer and County shall work together in a cooperative manner to
15 ensure that the necessary applications to County, the issuance of permits and the conduct
16 of inspections occur expeditiously and that development is not impeded by unnecessary
17 delays associated with such applications, permit issuances, and inspections.

18 B. It is understood that any reference herein to any governmental agency shall
19 be construed to mean any future entity which may be created or be designated or succeed
20 in interest to, or which otherwise possesses any of the powers and duties of, any
21 referenced governmental agency in existence on the effective date of this IDO.

22 C. Appropriate conditions and commitments contained herein may be
23 assigned to or assumed by the District.

1 D. If there is a conflict between a provision in this IDO and a provision in the
2 MDO, the provision in this IDO shall prevail for Increment 3, except that this IDO must
3 comply with the Land Use Equivalency Matrix ~~in~~ Exhibit H of the MDO. Exhibit D,
4 attached hereto and made a part hereof by reference, is an updated version of Exhibit D
5 to the MDO entitled "Summary of Land Dedication and Facilities Construction" as to the
6 Increment 3 property.

7 ~~E. Appropriate conditions and commitments contained herein may be~~
8 ~~assigned to or assumed by the District.~~

9 EF. If there is a conflict between a provision in this IDO and a provision in an
10 ERP, a Consumptive Use Permit ("CUP"), FDEP 404 Permit or ACOEP, the provision in
11 the ERP, CUP, FDEP 404 Permit or ACOEP shall prevail.

12 EG. In the event that any portion or section of this IDO is determined to be
13 invalid, illegal, or unconstitutional by a court or agency of competent jurisdiction, such
14 decision shall in no manner affect the remaining portions of this development order which
15 shall remain in full force and effect.

16 HG. This IDO shall be binding upon the County and the Developer, its assignees
17 or successors-in-interest.

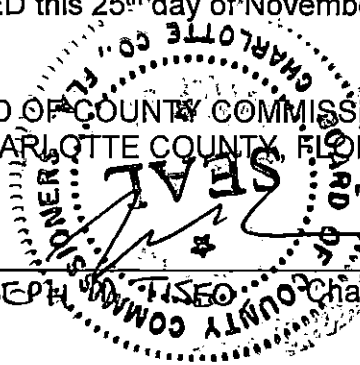
18 IH. This IDO shall become effective as provided by law.

19 JL. The County may provide certified copies of this IDO to ~~DEO~~ Department of
20 Commerce and the SWFRPC.

21 KJ. This Resolution shall be recorded in the Public Records of Charlotte County,
22 Florida. Notice of the adoption of this IDO shall be recorded by the Developer, in
23 accordance with F.S. 28.222 with the Clerk of the Circuit Court for Charlotte County.

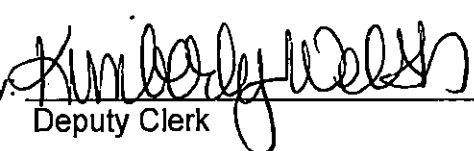
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2 PASSED AND DULY ADOPTED this 25th day of November 2025.

3
4 BOARD OF COUNTY COMMISSIONERS
5 OF CHARLOTTE COUNTY, FLORIDA
6
7


8 By:  Chairman
9 JOSEPH H. TISEO
10


11 ATTEST:

12 Roger D. Eaton, Clerk of the Circuit Court
13 and Ex-Officio Clerk to the
14 Board of County Commissioners
15

16 By: 
17 Deputy Clerk
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19
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21 APPROVED AS TO FORM
22 AND LEGAL SUFFICIENCY:
23

24 By: 
25 Janette S. Knowlton, County Attorney
26
27

28 LR#2025-0806


EXHIBITS

1		
2	Exhibit A	Increment 3 Babcock Ranch Community Legal
3		Description
4	Exhibit B	Babcock Ranch Community Map H Increment 3
5		Master Development Plan and Fixed and Variable
6		Development Criteria
7	Exhibit C	Reserved
8	Exhibit D	Updated Summary of Land Dedications and Facilities
9		Construction
10	Exhibit E	Babcock Ranch Community Increment 3 Parameters
11	Exhibit F	Increment 3 Master Drainage Plan
12	Exhibit G	Increment 3 Master Internal Circulation Plan
13	Exhibit H	Increment 3 Primary Greenway Map and Trails Plan
14	Exhibit I	Increment 3 Primary Utility Corridor Map

EXHIBIT A

INCREMENT 3 BABCOCK RANCH COMMUNITY LEGAL DESCRIPTION



DESCRIPTION
BABCOCK RANCH COMMUNITY
INCREMENT 3
LYING IN
SECTIONS,
TOWNSHIP 42 SOUTH, RANGE 26 EAST
CHARLOTTE COUNTY, FLORIDA

AREA 6, CHARLOTTE COUNTY PARCEL
(AS RECORDED IN CHARLOTTE COUNTY OFFICIAL RECORDS BOOK 4818, PAGE 1818)

A PARCEL OF LAND LYING WITHIN SECTIONS 29, 31 THROUGH 33, TOWNSHIP 41 SOUTH, RANGE 26 EAST AND SECTIONS 4 THROUGH 10, SECTIONS 15 THROUGH 17 AND SECTIONS 19 THROUGH 36, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SECTION 31, TOWNSHIP 42 SOUTH, RANGE 26 EAST AND RUN S89°41'45"E, ALONG THE SOUTH LINE OF SAID SECTION 31, A DISTANCE OF 50.00 FEET TO A POINT ON THE EAST RIGHT-OF-WAY LINE OF STATE ROAD NO. 31, SAID POINT ALSO BEING THE POINT OF BEGINNING OF THE PARCEL OF LAND HEREIN DESCRIBED; THENCE CONTINUE S89°41'45"E A DISTANCE OF 5,189.75 FEET TO THE NORTHEAST CORNER OF SECTION 6, TOWNSHIP 43 SOUTH, RANGE 26 EAST; THENCE S89°41'45"E A DISTANCE OF 5,306.08 FEET TO THE NORTHEAST CORNER OF SECTION 5, TOWNSHIP 43 SOUTH, RANGE 26 EAST; THENCE S89°37'16"E A DISTANCE OF 5,289.11 FEET TO THE NORTHEAST CORNER OF SECTION 4, TOWNSHIP 43 SOUTH, RANGE 26 EAST; THENCE S89°35'44"E A DISTANCE OF 5,294.60 FEET TO THE NORTHEAST CORNER OF SECTION 3, TOWNSHIP 43 SOUTH, RANGE 26 EAST; THENCE S89°35'44"E A DISTANCE OF 5,294.60 FEET TO THE NORTHEAST CORNER OF SECTION 2, TOWNSHIP 43 SOUTH, RANGE 26 EAST; THENCE S89°35'44"E, ALONG THE NORTH LINE OF SECTION 1, TOWNSHIP 43 SOUTH, RANGE 26 EAST, A DISTANCE OF 3,430.66 FEET; THENCE N00°00'40"W A DISTANCE OF 10,185.53 FEET; THENCE N05°46'23"E A DISTANCE OF 1,058.56 FEET; THENCE N66°40'38"W A DISTANCE OF 200.62 FEET; THENCE S83°12'47"W A DISTANCE OF 1,373.33 FEET; THENCE N30°17'33"W A DISTANCE OF 1,686.63 FEET; THENCE N70°02'41"W A DISTANCE OF 1,332.41 FEET; THENCE S72°42'44"W A DISTANCE OF 1,430.81 FEET; THENCE N49°18'31"W A DISTANCE OF 2,362.25 FEET; THENCE S69°00'57"W A DISTANCE OF 1,518.19 FEET; THENCE S21°08'17"W A DISTANCE OF 865.44 FEET; THENCE S20°29'11"E A DISTANCE OF 1,376.91 FEET; THENCE N74°38'25"E A DISTANCE OF 1,635.69 FEET; THENCE S00°18'50"E A DISTANCE OF 1,309.92 FEET; THENCE S89°45'02"W A DISTANCE OF 4,154.48 FEET; THENCE N51°39'36"W A DISTANCE OF 782.53 FEET; THENCE N04°14'12"E A DISTANCE OF 1,329.59 FEET; THENCE N39°20'59"W A DISTANCE OF 1,779.16 FEET; THENCE N42°01'35"W A DISTANCE OF 1,162.94 FEET; THENCE S52°01'16"W A DISTANCE OF 818.34 FEET; THENCE S62°56'46"W A DISTANCE OF 516.42 FEET; THENCE S89°59'33"W A DISTANCE OF 307.20 FEET; THENCE N80°06'18"W A DISTANCE OF 334.84 FEET; THENCE N20°54'51"W A DISTANCE OF 336.86 FEET; THENCE N05°03'05"E A DISTANCE OF 533.35 FEET; THENCE N22°47'49"E A DISTANCE OF 5,490.82 FEET; THENCE N55°42'26"E A DISTANCE OF 195.73 FEET; THENCE N21°59'06"W A DISTANCE OF 1,739.17 FEET; THENCE N52°37'55"E A DISTANCE OF 867.75 FEET; THENCE N13°36'57"W A DISTANCE OF 2,507.33 FEET; THENCE S78°50'16"W A DISTANCE OF 687.95 FEET; THENCE N19°48'25"W A DISTANCE OF 366.25 FEET; THENCE N08°01'21"W A DISTANCE OF 493.32 FEET; THENCE N03°43'40"E A DISTANCE OF 687.22 FEET; THENCE N00°28'20"E A DISTANCE OF 674.51 FEET; THENCE N25°12'33"W A DISTANCE OF 261.13 FEET; THENCE N42°54'55"W A DISTANCE OF 643.19 FEET; THENCE N07°19'37"W A DISTANCE OF 171.40 FEET; THENCE N13°05'30"E A DISTANCE OF 201.96 FEET; THENCE N32°40'01"W A DISTANCE OF 186.12 FEET; THENCE N05°04'15"W A DISTANCE OF 1,832.77 FEET; THENCE N19°47'08"W A DISTANCE OF 527.20 FEET; THENCE N26°13'22"W A DISTANCE OF 802.13 FEET; THENCE S79°06'55"W A DISTANCE OF 475.20 FEET; THENCE N74°19'19"W A DISTANCE OF 1,689.05 FEET; THENCE N01°26'06"W A DISTANCE OF 897.42 FEET; THENCE N89°51'42"W A DISTANCE OF 67.91 FEET; THENCE N00°00'03"W A DISTANCE OF

1,218.37 FEET; THENCE N39°50'11"W A DISTANCE OF 190.86 FEET; THENCE N00°00'29"W A DISTANCE OF 324.62 FEET; THENCE N89°59'52"W A DISTANCE OF 688.20 FEET; THENCE N00°00'00"E A DISTANCE OF 1,967.22 FEET; THENCE N41°13'25"W A DISTANCE OF 2,825.17 FEET; THENCE S89°59'57"W A DISTANCE OF 3,566.80 FEET; THENCE S00°00'03"E A DISTANCE OF 2,799.34 FEET; THENCE S89°11'17"W A DISTANCE OF 5,960.98 FEET TO A POINT LYING 50.00 FEET EAST OF THE EAST RIGHT-OF-WAY LINE FOR STATE ROAD NO. 31; THENCE ALONG A LINE 50.00 FEET EAST OF, AND PARALLEL WITH, THE EAST RIGHT-OF-WAY LINE FOR STATE ROAD NO. 31, THE FOLLOWING COURSES AND DISTANCES: S00°48'43"E A DISTANCE OF 2,976.13 FEET AND S00°34'01"W A DISTANCE OF 786.25 FEET; THENCE S89°25'59"E A DISTANCE OF 4,104.32 FEET; THENCE S00°01'22"E A DISTANCE OF 2,084.04 FEET; THENCE S16°46'15"E A DISTANCE OF 1,740.24 FEET; THENCE S09°11'59"W A DISTANCE OF 1,325.85 FEET; THENCE S73°15'18"E A DISTANCE OF 661.15 FEET; THENCE N59°20'29"E A DISTANCE OF 577.75 FEET; THENCE S38°10'48"E A DISTANCE OF 551.46 FEET; THENCE S86°25'58"E A DISTANCE OF 385.80 FEET; THENCE S24°01'11"E A DISTANCE OF 975.12 FEET; THENCE S57°46'34"E A DISTANCE OF 530.20 FEET; THENCE S70°04'12"E A DISTANCE OF 1,843.47 FEET; THENCE N63°01'21"E A DISTANCE OF 1,214.99 FEET; THENCE S50°03'22"E A DISTANCE OF 2,565.56 FEET; THENCE S13°56'09"W A DISTANCE OF 1,953.90 FEET; THENCE S12°51'59"E A DISTANCE OF 1,862.33 FEET; THENCE S71°59'01"W A DISTANCE OF 448.53 FEET; THENCE N45°00'57"W A DISTANCE OF 266.60 FEET; THENCE S69°50'23"W A DISTANCE OF 1,104.27 FEET; THENCE S28°10'55"E A DISTANCE OF 1,272.60 FEET; THENCE S62°45'03"W A DISTANCE OF 4,638.30 FEET; THENCE S82°12'01"W A DISTANCE OF 711.48 FEET; THENCE S81°38'00"W A DISTANCE OF 5,167.82 FEET; THENCE N77°54'41"W A DISTANCE OF 707.32 FEET; THENCE N89°28'15"W A DISTANCE OF 299.98 FEET TO A POINT LYING 50.00 FEET EAST OF THE EAST RIGHT-OF-WAY LINE FOR STATE ROAD NO. 31; THENCE ALONG A LINE 50.00 FEET EAST OF, AND PARALLEL WITH, THE EAST RIGHT-OF-WAY LINE FOR STATE ROAD NO. 31, THE FOLLOWING COURSES AND DISTANCES: S00°31'45"W A DISTANCE OF 4,197.71 FEET, S00°26'10"W A DISTANCE OF 5,282.33 FEET AND S00°36'46"W A DISTANCE OF 5,337.00 FEET TO THE POINT OF BEGINNING.
CONTAINING 13,630.60 ACRES, MORE OR LESS.

BEARINGS AND DISTANCES HEREON ARE IN GRID FEET AND ARE PROJECTED ONTO THE FLORIDA STATE PLANE COORDINATE SYSTEM, WEST ZONE, NORTH AMERICAN DATUM OF 1983 (NAD83), 1999 ADJUSTMENT WHEREIN THE NORTH LINE OF SECTION 6, TOWNSHIP 43 SOUTH, RANGE 26 EAST TO BEAR S89°41'45"E.

LESS AND EXCEPT "INCREMENT 1 NORTH AREA"

(AS RECORDED IN CHARLOTTE COUNTY OFFICIAL RECORDS BOOK 4580, PAGE 46)

A TRACT OR PARCEL OF LAND LYING IN SECTIONS 29, 31, 32 & 33, TOWNSHIP 41 SOUTH, RANGE 26 EAST, AND SECTIONS 4, 5 & 6, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SECTION 31, TOWNSHIP 41 SOUTH, RANGE 26 EAST, THENCE N.00°48'43"W., ALONG THE WEST LINE OF SAID SECTION 31, A DISTANCE OF 134.08 FEET; THENCE S.89°43'51"E., DEPARTING SAID WEST LINE, A DISTANCE OF 50.01 FEET TO AN INTERSECTION WITH THE EASTERLY RIGHT OF WAY LINE OF STATE ROAD 31 (100' WIDE), AND A POINT ON THE NORTH LINE OF A 100 FOOT WIDE ACCESS EASEMENT (TUCKER'S GRADE) AS RECORDED IN OFFICIAL RECORDS BOOK 3011, PAGE 2046, PUBLIC RECORDS, CHARLOTTE COUNTY FLORIDA, AND THE POINT OF BEGINNING.

FROM SAID POINT OF BEGINNING; THENCE ALONG THE NORTH LINE OF SAID 100' WIDE ACCESS EASEMENT (TUCKER'S GRADE) FOR THE FOLLOWING TWO (2) COURSES:

S.89°43'51"E., A DISTANCE OF 1,658.51 FEET,
S.89°35'41"E., A DISTANCE OF 1,950.89 FEET;

THENCE N.00°00'03"W., DEPARTING SAID NORTH LINE, A DISTANCE OF 2,915.42 FEET, TO AN INTERSECTION WITH THE BOUNDARY OF PARCEL 1 AS DESCRIBED IN OFFICIAL RECORDS BOOK 3010, PAGE 105, OF SAID PUBLIC RECORDS;

THENCE ALONG THE BOUNDARY OF SAID PARCEL 1 FOR THE FOLLOWING NINETEEN (19) COURSES:

1. N.89°11'17"E., A DISTANCE OF 2,311.04 FEET,
2. N.00°00'03"W., A DISTANCE OF 2,799.34 FEET,
3. N.89°59'57"E., A DISTANCE OF 3,566.80 FEET,
4. S.41°13'25"E., A DISTANCE OF 2,825.17 FEET,
5. S.00°00'00"W., A DISTANCE OF 1,967.22 FEET,
6. S.89°59'52"E., A DISTANCE OF 688.20 FEET,
7. S.00°00'29"E., A DISTANCE OF 324.62 FEET,
8. S.39°50'11"E., A DISTANCE OF 190.86 FEET,
9. S.00°00'03"E., A DISTANCE OF 1,218.37 FEET,
10. S.89°51'42"E., A DISTANCE OF 67.91 FEET,
11. S.01°26'06"E., A DISTANCE OF 897.42 FEET,
12. S.74°19'19"E., A DISTANCE OF 1,689.05 FEET,
13. N.79°06'55"E., A DISTANCE OF 475.20 FEET,
14. S.26°13'22"E., A DISTANCE OF 802.13 FEET,
15. S.19°47'08"E., A DISTANCE OF 527.20 FEET,
16. S.05°04'15"E., A DISTANCE OF 1,832.77 FEET,
17. S.32°40'01"E., A DISTANCE OF 186.12 FEET,
18. S.13°05'30"W., A DISTANCE OF 201.96 FEET,
19. S.07°19'37"E., A DISTANCE OF 171.40 FEET;

THENCE N.89°59'59"W., DEPARTING SAID BOUNDARY OF PARCEL 1, A DISTANCE OF 2,859.31 FEET; THENCE N.00°00'00"E., A DISTANCE OF 2,547.19 FEET; THENCE N.89°50'41"W., A DISTANCE OF 2,200.73 FEET; THENCE N.02°54'21"W., A DISTANCE OF 715.56 FEET; THENCE N.05°35'32"W., A DISTANCE OF 111.99 FEET; THENCE N.88°17'16"W., A DISTANCE OF 4,015.67 FEET; THENCE N.00°34'01"E., A DISTANCE OF 405.83 FEET; THENCE N.89°25'59"W., A DISTANCE OF 6,002.94 FEET TO AN INTERSECTION WITH SAID STATE ROAD 31 EAST RIGHT-OF-WAY (100' WIDE); THENCE ALONG SAID EAST RIGHT-OF-WAY THE FOLLOWING TWO (2) COURSES:

1. N.00°34'01"E., A DISTANCE OF 786.25 FEET,
2. N.00°48'43"W., A DISTANCE OF 133.74 FEET TO A THE POINT OF BEGINNING.

CONTAINING 1,452.71 ACRES, MORE OR LESS.

BEARINGS AND DISTANCES HEREON ARE IN GRID FEET AND ARE PROJECTED ONTO THE FLORIDA STATE PLANE COORDINATE SYSTEM, WEST ZONE, NORTH AMERICAN DATUM OF 1983 (NAD83), 1999 ADJUSTMENT WHEREIN THE WEST LINE OF SECTION 31, TOWNSHIP 41 SOUTH, RANGE 26, WHERE SAID LINE BEARS N00°48'41"W.

LESS AND EXCEPT "INCREMENT 1 SOUTH AREA"

(AS RECORDED IN CHARLOTTE COUNTY OFFICIAL RECORDS BOOK 4580, PAGE 48)

A PARCEL OF LAND LYING IN SECTIONS 19, 20, 21, 28, 29, 30, 31, 32 AND 33, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, WHICH TRACT OR PARCEL IS DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 31 THENCE SOUTH 89°41'45" EAST ALONG THE SOUTH LINE OF SAID SECTION 31 FOR 50.00 FEET TO AN INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF STATE ROAD 31 AND THE POINT OF BEGINNING.

FROM SAID POINT OF BEGINNING THENCE THE FOLLOWING THREE (3) BEARINGS AND DISTANCES ON SAID EASTERLY RIGHT-OF-WAY LINE: NORTH 00°36'46" EAST FOR 5,337.00 FEET; NORTH 00°26'10" EAST FOR 5,282.33 FEET; NORTH 00°31'45" EAST FOR 4,197.71 FEET; THENCE SOUTH 89°28'15" EAST DEPARTING SAID RIGHT-OF-WAY LINE FOR 299.98 FEET; THENCE SOUTH 77°54'41" EAST FOR 169.77 FEET; THENCE SOUTH 00°04'08" WEST FOR 599.02 FEET; THENCE NORTH 90°00'00" EAST FOR 658.00 FEET; THENCE NORTH 62°36'45" EAST FOR 186.95 FEET; THENCE SOUTH 66°06'55" EAST FOR 1,147.74 FEET; THENCE SOUTH 89°39'57" EAST FOR 711.01 FEET; THENCE NORTH 01°03'27" WEST FOR 1,169.03 FEET; THENCE NORTH 81°38'00" EAST FOR 3,109.39 FEET; THENCE NORTH 82°12'01" EAST FOR 711.48 FEET; THENCE SOUTH 57°49'39" EAST FOR 5,335.90 FEET; THENCE SOUTH 11°12'07" WEST FOR 7,458.70 FEET; THENCE SOUTH 10°23'41" EAST FOR 2,923.88 FEET; THENCE SOUTH 23°14'51" EAST FOR 2,768.33 FEET TO AN INTERSECTION WITH THE SOUTH LINE OF SAID SECTION 33, TOWNSHIP 42 SOUTH, RANGE 26 EAST; THENCE THE FOLLOWING BEARINGS AND DISTANCE ON THE SOUTH LINE OF SAID TOWNSHIP 42 SOUTH: NORTH 89°37'16" WEST FOR 1,137.52 FEET; NORTH 89°41'45" WEST FOR 5,306.08 FEET; NORTH 89°41'45" WEST ALONG SAID LINE FOR 5,189.75 FEET TO THE POINT OF BEGINNING.

PARCEL CONTAINS 3,575.47 ACRES, MORE OR LESS.

BEARINGS AND DISTANCES HEREON ARE IN GRID FEET AND ARE PROJECTED ONTO THE FLORIDA STATE PLANE COORDINATE SYSTEM, WEST ZONE, NORTH AMERICAN DATUM OF 1983 (NAD83), 1999 ADJUSTMENT WHEREIN THE SOUTH LINE OF SECTION 31, TOWNSHIP 42 SOUTH, RANGE 26 EAST BEARS SOUTH 89° 41' 45" EAST.

LESS AND EXCEPT "INCREMENT 1, 45.98 ACRE PARCEL"

(AS RECORDED IN CHARLOTTE COUNTY OFFICIAL RECORDS BOOK 4580, PAGE 60)

A PARCEL OF LAND LYING IN SECTION 19 TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, WHICH TRACT OR PARCEL IS DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SECTION 19 TOWNSHIP 42 SOUTH RANGE 26 EAST; THENCE SOUTH 00°31'45" WEST ALONG THE WEST LINE OF SAID SECTION 19 FOR 1,123.18'; THENCE SOUTH 89°28'15" EAST FOR 50.00 FEET, DEPARTING SAID SECTION LINE, TO AN INTERSECTION WITH THE EASTERLY RIGHT-OF-WAY LINE OF STATE ROAD 31; THENCE SOUTH 89°28'15" EAST DEPARTING SAID RIGHT-OF-WAY LINE FOR 299.98 FEET; THENCE SOUTH 77°54'41" EAST FOR 169.77 FEET AND THE POINT OF BEGINNING. FROM SAID POINT OF BEGINNING THENCE THE FOLLOWING EIGHT (8) BEARINGS AND DISTANCES:

1. SOUTH 00°04'08" WEST FOR 599.02 FEET;
 2. NORTH 90°00'00" EAST FOR 658.00 FEET;
 3. THENCE NORTH 62°36'45" EAST FOR 186.95 FEET;
 4. THENCE SOUTH 66°06'55" EAST FOR 1,147.74 FEET;
 5. THENCE SOUTH 89°39'57" EAST FOR 711.01 FEET;
 6. THENCE NORTH 01°03'27" WEST FOR 1,169.03 FEET;
 7. THENCE SOUTH 81°38'00" WEST FOR 2058.44 FEET;
 8. THENCE NORTH 77°54'41" WEST FOR 537.54 FEET TO THE POINT OF BEGINNING.
- PARCEL CONTAINS 45.98 ACRES, MORE OR LESS.

BEARINGS AND DISTANCES HEREON ARE IN GRID FEET AND ARE PROJECTED ONTO THE FLORIDA STATE PLANE COORDINATE SYSTEM, WEST ZONE, NORTH AMERICAN DATUM OF 1983 (NAD83), 1999 ADJUSTMENT WHEREIN THE SOUTH LINE OF SECTION 31, TOWNSHIP 42 SOUTH, RANGE 26 EAST BEARS SOUTH 89° 41' 45" EAST.

LESS AND EXCEPT "INCREMENT 2"

A PARCEL OF LAND LYING IN SECTIONS 15, 16, 17, 20, 21, 22, 26, 27, 28, 29, 32, 33, 34 AND 35, TOWNSHIP 42 SOUTH, RANGE 26 EAST, CHARLOTTE COUNTY, FLORIDA, WHICH TRACT OR PARCEL IS DESCRIBED AS FOLLOWS:

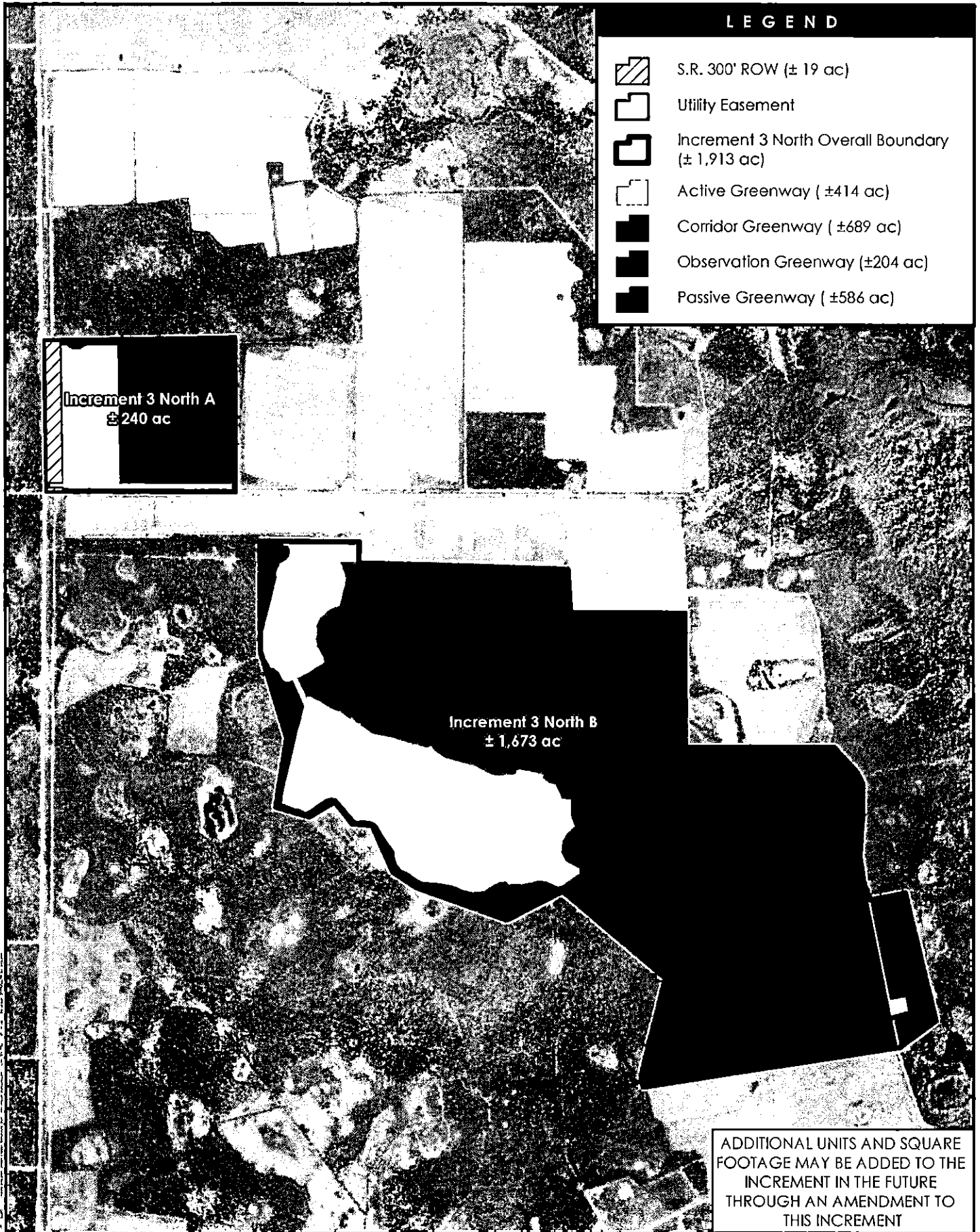
COMMENCING AT A POINT OF INTERSECTION WITH THE NORTHWESTERLY CORNER OF PARCEL 1 (AREA 6) AND THE EAST LINE OF PARCEL 2 (300' STRIP), AS RECORDED IN OFFICIAL RECORDS BOOK 3010, PAGE 105, PUBLIC RECORDS, CHARLOTTE COUNTY, FLORIDA; THENCE ON THE NORTHERLY LINE OF SAID PARCEL 1, FOR THE FOLLOWING THREE (3) COURSES; (1) S.77°54'41"E., FOR 707.32 FEET; (2) N.81°38'00"E., FOR 5,167.82 FEET; (3) N.82°12'01"E., FOR 711.48 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE ON SAID NORTHERLY LINE FOR THE FOLLOWING SIX (6) COURSES; (1) N.62°45'03"E., FOR 4,638.30 FEET; (2) N.28°10'55"W., FOR 1,272.60 FEET; (3) N.69°50'23"E., FOR 1,104.27 FEET; (4) S.45°00'57"E., FOR 266.60 FEET; (5) N.71°59'01"E., FOR 448.53 FEET; (6) N.12°51'59"W., FOR 1,654.85 FEET; THENCE N.81°12'25"E., DEPARTING SAID LINE, FOR 4,859.91 FEET; THENCE N.85°04'00"E., FOR 129.81 FEET TO A POINT OF INTERSECTION WITH THE EASTERLY LINE OF SAID PARCEL 1; THENCE ON SAID EASTERLY LINE FOR THE FOLLOWING FOURTEEN (14) COURSES: (1) S.21°59'06"E., FOR 1,739.17 FEET; (2) S.55°42'26"W., FOR 195.73 FEET; (3) S.22°47'49"W., FOR 5,490.82 FEET; (4) S.05°03'05"W., FOR 533.35 FEET; (5) S.20°54'51"E., FOR 336.86 FEET; (6) S.80°06'18"E., FOR 334.84 FEET; (7) N.89°59'33"E., FOR 307.20 FEET; (8) N.62°56'46"E., FOR 516.42 FEET; (9)

N.52°01'16"E., FOR 818.34 FEET; (10) S.42°01'35"E., FOR 1,162.94 FEET; (11) S.39°20'59"E., FOR 1,779.16 FEET; (12) S.04°14'12"W., FOR 1,329.59 FEET; (13) S.51°39'36"E., FOR 782.53 FEET; (14) N.89°45'02"E., FOR 3,471.81 FEET; THENCE S.00°00'00"E., DEPARTING SAID EASTERLY LINE, FOR 346.72 FEET; THENCE S.29°19'24"W., FOR 26.86 FEET; THENCE S.04°37'49"W., FOR 7.78 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 661.19 FEET, (DELTA 03°10'41") (CHORD BEARING N.71°49'45"W.), (CHORD 36.67 FEET) FOR 36.68 FEET; THENCE S.61°23'22"W., FOR 308.04 FEET; THENCE S.38°34'17"W., FOR 438.56 FEET; THENCE S.20°30'08"W., FOR 454.57 FEET; THENCE N.85°45'27"E., FOR 6.50 FEET; THENCE S.41°20'52"E., FOR 344.79 FEET; THENCE S.13°34'11"E., FOR 393.26 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 134.61 FEET, (DELTA 95°45'46") (CHORD BEARING S.45°42'26"W.), (CHORD 199.70 FEET) FOR 224.98 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 9,808.43 FEET, (DELTA 01°37'53") (CHORD BEARING S.46°35'13"W.), (CHORD 279.26 FEET) FOR 279.26 FEET; THENCE S.05°18'09"E., FOR 283.91 FEET; THENCE S.01°55'28"W., FOR 574.50 FEET; THENCE S.02°15'23"E., FOR 376.41 FEET; THENCE N.87°56'27"E., FOR 102.23 FEET; THENCE S.68°32'26"E., FOR 184.58 FEET; THENCE S.59°33'15"E., FOR 245.11 FEET; THENCE S.50°54'05"E., FOR 309.70 FEET; THENCE S.18°36'38"E., FOR 49.44 FEET; THENCE S.01°22'46"E., FOR 266.68 FEET; THENCE S.56°14'45"W., FOR 32.59 FEET; THENCE S.10°10'32"E., FOR 217.99 FEET; THENCE S.04°12'55"W., FOR 154.81 FEET; THENCE S.39°06'34"E., FOR 58.79 FEET; THENCE S.39°30'30"W., FOR 164.97 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 124.06 FEET, (DELTA 69°32'40") (CHORD BEARING S.40°13'32"W.), (CHORD 141.51 FEET) FOR 150.59 FEET; THENCE S.72°40'47"W., FOR 567.54 FEET; THENCE S.42°10'27"W., FOR 62.63 FEET; THENCE S.00°28'50"W., FOR 448.95 FEET; THENCE S.38°02'18"W., FOR 118.40 FEET; THENCE S.80°58'57"W., FOR 481.97 FEET; THENCE S.83°40'09"W., FOR 1,019.45 FEET; THENCE N.54°07'16"W., FOR 108.20 FEET; THENCE N.11°38'08"W., FOR 344.38 FEET; THENCE N.36°31'29"W., FOR 221.80 FEET; THENCE N.87°23'51"W., FOR 91.28 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 443.18 FEET, (DELTA 58°51'33") (CHORD BEARING N.48°10'08"W.), (CHORD 435.51 FEET) FOR 455.27 FEET; THENCE N.18°03'07"W., FOR 140.72 FEET; THENCE N.69°29'26"W., FOR 172.06 FEET; THENCE N.85°07'59"W., FOR 168.82 FEET; THENCE S.68°18'22"W., FOR 836.36 FEET; THENCE S.39°51'17"W., FOR 125.06 FEET; THENCE S.32°37'17"E., FOR 161.39 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 497.26 FEET, (DELTA 131°11'40") (CHORD BEARING S.23°32'53"E.), (CHORD 905.67 FEET) FOR 1,138.61 FEET; THENCE S.65°57'47"W., FOR 294.69 FEET; THENCE S.26°55'45"W., FOR 161.56 FEET; THENCE S.19°22'16"E., FOR 128.56 FEET; THENCE ON THE ARC OF A NON TANGENT CURVE TO THE RIGHT HAVING A RADIUS OF 623.05 FEET, (DELTA 45°12'57") (CHORD BEARING S.06°00'15"W.), (CHORD 479.03 FEET) FOR 491.69 FEET; THENCE S.61°08'43"W., FOR 12.30 FEET; THENCE S.05°47'00"W., FOR 153.29 FEET; THENCE S.08°22'36"E., FOR 246.42 FEET; THENCE S.03°02'02"W., FOR 1,355.26 FEET; THENCE S.17°58'48"E., FOR 5.20 FEET; THENCE S.17°58'42"E., FOR 485.85 FEET; THENCE S.02°35'12"E., FOR 717.60 FEET; THENCE S.04°41'29"W., FOR 513.66 FEET; THENCE S.00°11'48"W., FOR 182.44 FEET; TO A POINT OF INTERSECTION WITH THE SOUTH LINE OF SECTION 34, THENCE N.89°35'44"W., ON SAID SOUTH LINE, FOR 2,902.61 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 34; THENCE N.89°37'16"W., ALONG THE SOUTH LINE OF SECTION 33, FOR 4,151.59 FEET; THENCE N.23°14'51"W., DEPARTING SAID SOUTH LINE, FOR 2,768.33 FEET; THENCE N.10°23'41"W., FOR 2,923.88 FEET; THENCE N.11°12'07"E., FOR 7,458.70 FEET; THENCE N.57°49'39"W., FOR 5,335.90 FEET TO THE POINT OF BEGINNING. PARCEL CONTAINS 4,021.45 ACRES, MORE OR LESS.

BEARINGS AND DISTANCES HEREON ARE IN GRID FEET AND ARE PROJECTED ONTO THE FLORIDA STATE PLANE COORDINATE SYSTEM, WEST ZONE, NORTH AMERICAN DATUM OF 1983 (NAD83), 1999 ADJUSTMENT WHEREIN THE NORTHERLY LINE OF PARCEL 1 (AREA 6), AS RECORDED IN CHARLOTTE COUNTY OFFICIAL RECORDS BOOK 3010, PAGE 105, BEARS N81°38'00"E.

EXHIBIT B

**BABCOCK RANCH COMMUNITY MAP H - INCREMENT 3 MASTER DEVELOPMENT
PLAN AND FIXED AND VARIABLE DEVELOPMENT CRITERIA**

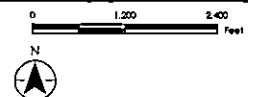


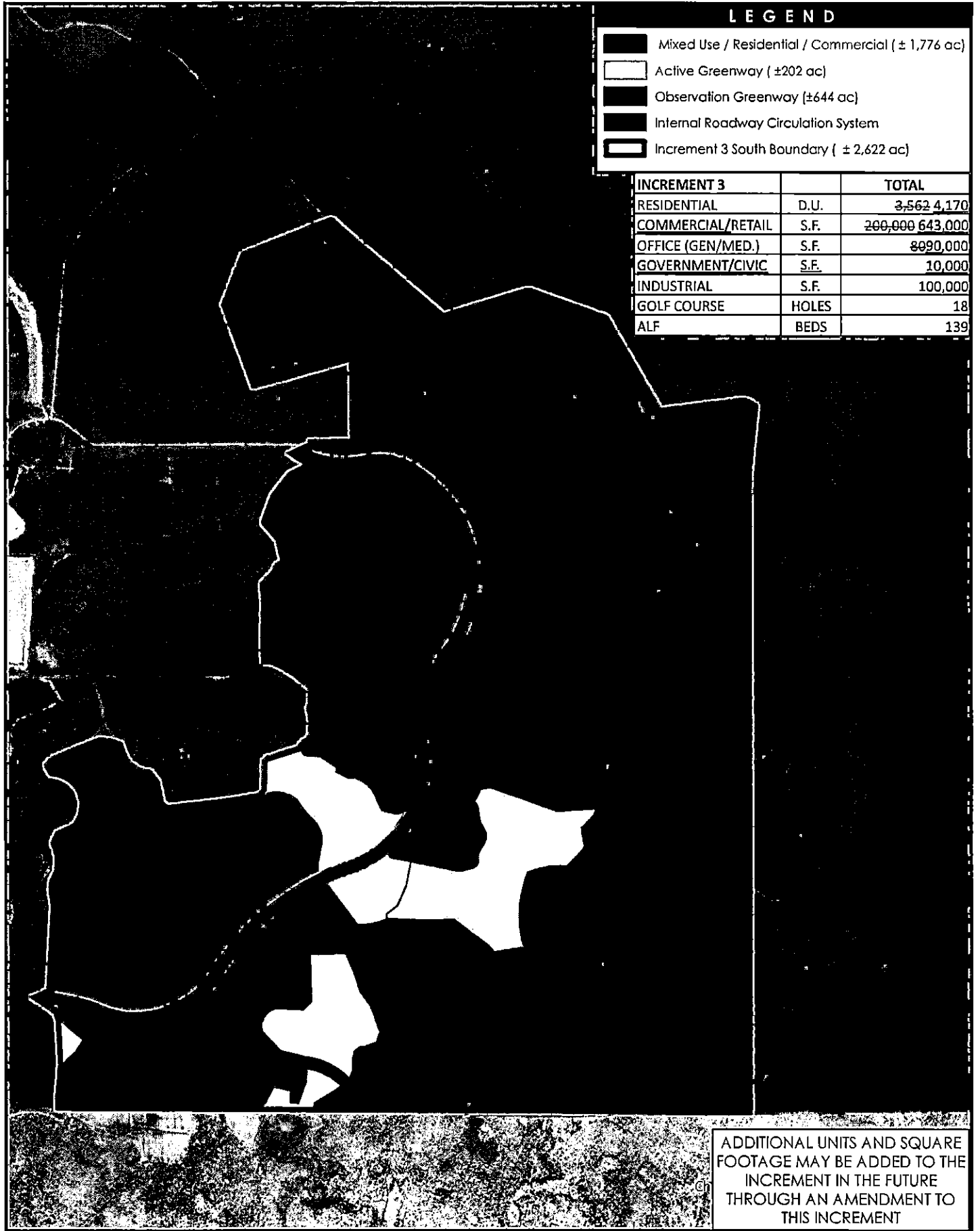
Stantec

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Babcock Ranch Community
Increment 3 North - Map H
 June 2022

Stantec Consulting Services Inc.
 6720 Professional Parkway East
 Sarasota, FL 34240
 Tel: 941.907.6900
 Fax: 941.907.6911





LEGEND

- Mixed Use / Residential / Commercial (± 1,776 ac)
- Active Greenway (±202 ac)
- Observation Greenway (±644 ac)
- Internal Roadway Circulation System
- Increment 3 South Boundary (± 2,622 ac)

INCREMENT 3		TOTAL
RESIDENTIAL	D.U.	3,562 4,170
COMMERCIAL/RETAIL	S.F.	200,000 643,000
OFFICE (GEN/MED.)	S.F.	8090,000
GOVERNMENT/CIVIC	S.F.	10,000
INDUSTRIAL	S.F.	100,000
GOLF COURSE	HOLES	18
ALF	BEDS	139

ADDITIONAL UNITS AND SQUARE FOOTAGE MAY BE ADDED TO THE INCREMENT IN THE FUTURE THROUGH AN AMENDMENT TO THIS INCREMENT



Disclaimer: Stantec assumes no responsibility for data supplied in electronic format. The recipient accepts full responsibility for verifying the accuracy and completeness of the data. The recipient releases Stantec, its officers, employees, consultants and agents, from any and all claims arising in any way from the content or provision of the data.

Babcock Ranch Community
Increment 3 South - Map H
September 2025

Stantec Consulting Services Inc.
6920 Professional Parkway East
Sarasota, FL 34240
tel 941.907.6900
fax 941.907.6911



0 1,000 2,000 Feet

Prepared by: 11501/28/25
Reviewed by: 11501/28/25

FIXED AND VARIABLE DEVELOPMENT CRITERIA FOR BABCOCK RANCH COMMUNITY INCREMENT 3

FIXED DEVELOPMENT CRITERIA

1. THE ALLOCATION OF DWELLING UNITS AND SQUARE FOOTAGE IDENTIFIED ON THE LAND USE TABLE ON MAP H MAY BE MODIFIED CONSISTENT WITH THE EQUIVALENCY MATRIX. ANCILLARY FACILITIES INCLUDED IN INCREMENT 3 SUCH AS EDUCATIONAL SERVICE CENTERS, SCHOOLS, UNIVERSITY RESEARCH FACILITIES, LIBRARIES, PLACES OF WORSHIP, FIRE, EMS, SHERIFF FACILITIES, REGIONAL AND COMMUNITY PARK FACILITIES, AND CLUBHOUSES WILL NOT BE ATTRIBUTED TO OTHER DEVELOPMENT COMPONENTS AND WILL NOT REQUIRE USE OF THE EQUIVALENCY MATRIX. NOTWITHSTANDING THE FOREGOING, THE DEVELOPMENT WITHIN THE DRI MAY EXCEED THE DEVELOPMENT CATEGORY THRESHOLDS LISTED ABOVE IN ACCORDANCE WITH THE LAND USE EQUIVALENCY MATRIX ATTACHED AS EXHIBIT "H".
2. AGRICULTURAL USES, UTILITY INFRASTRUCTURE, RENEWABLE ENERGY SYSTEMS AND FACILITIES SHALL BE PERMITTED THROUGHOUT INCREMENT 2 AND WILL NOT BE ATTRIBUTED TO OTHER DEVELOPMENT PROGRAMS AND WILL NOT BE SUBJECT TO THE EQUIVALENCY MATRIX.
3. ALL DEVELOPMENT OF THE SUBJECT PROPERTY, AS IT RELATES TO THE DEFINED DEVELOPMENT FORMS, DESIGN STANDARDS AND PROVISIONS AND USES COMMON TO THE DISTRICT, SHALL BE IN CONFORMANCE WITH THE BABCOCK RANCH OVERLAY ZONING DISTRICT (ORDINANCE NO. 2014-077), AS MAY BE AMENDED.
4. OPEN SPACE SHALL BE TABULATED AND UPDATED AS A RESULT OF FINAL PERMITTING FOR THE PURPOSE OF MONITORING THE MINIMUM OF 35% OPEN SPACE REQUIRED OVERALL FOR THE BABCOCK RANCH COMMUNITY. OPEN SPACE/GREENWAY AREAS SUBJECT TO CONSERVATION EASEMENTS IDENTIFIED IN THIS INCREMENT SHALL BE RECORDED IN THE PUBLIC RECORDS FOLLOWING FINAL PERMITTING.

VARIABLE DEVELOPMENT CRITERIA

1. THE FOLLOWING ITEMS WILL BE DEFINED DURING DETAILED SITE PLANNING AND PERMITTING:
 - a. FINAL CONFIGURATIONS OF OPEN SPACE, GREENWAYS, DEVELOPMENT PODS, AND UTILITY CORRIDORS, INCLUDING POTENTIAL RELOCATION AND RECONFIGURATION OF OPEN SPACE, GREENWAYS, UTILITY CORRIDORS AND NEIGHBORHOOD MIXED USE/RESIDENTIAL/COMMERCIAL (MURC).
 - b. FINAL ACREAGES OF ALL PROPOSED USES.
 - c. NATIVE HABITAT PRESERVATION, ALTERATION, ENHANCEMENT, MITIGATION AND CONSERVATION ACREAGES MAY BE MODIFIED BASED ON FINAL LAND PLANNING, STORMWATER LAKE DESIGN, OTHER ENGINEERING REQUIREMENTS AND FINAL PERMITTING. MITIGATION MAY OCCUR OUTSIDE THE BOUNDARIES OF THE INCREMENT SUBJECT TO FINAL PERMITTING APPROVALS.
 - d. STORMWATER MANAGEMENT FACILITIES MAY OCCUR OUTSIDE THE BOUNDARIES OF THE INCREMENT SUBJECT TO FINAL ENGINEERING AND PERMITTING.
 - e. THE FINAL LOCATION, SIZE AND ALLOCATION OF CIVIC FACILITIES (I.E. INTERNAL PARKS, SCHOOLS, CHURCHES, EMERGENCY SERVICES BUILDINGS, ETC.).
 - f. THE INTERNAL ROAD ALIGNMENTS AND CIRCULATION (LOCAL ROADS WITHIN DEVELOPMENT PODS WILL BE PROVIDED AS PART OF FINAL SITE PLANNING AND PERMITTING).
 - g. THE CONFIGURATION AND DETAIL ASSOCIATED WITH THE AGRICULTURE AREAS.
 - h. THE FINAL LOCATION, ALLOCATION, ALIGNMENT AND USE OF THE MULTI-MODAL TRAIL SYSTEM AND THE EXACT LOCATIONS AND FUTURE INTERCONNECTIONS OF THE MULTI-MODAL TRAIL SYSTEM WITH THE NEIGHBORHOOD TRAIL/PATH/SIDEWALK SYSTEM.
 - i. THE LOCATION OF VEHICULAR ACCESS POINTS, INCLUDING EXISTING TEMPORARY ENTRYWAYS, TO EXTERNAL PUBLIC ROADWAYS.
2. FURTHER ADJUSTMENTS TO THE BOUNDARIES OF DEVELOPMENT PODS FOR SPECIFIC LAND USE CLASSIFICATIONS MAY OCCUR AS A RESULT OF FINAL LAND PLANNING AND PERMITTING. SPECIFIC USES TO SUPPORT DEVELOPMENT SUCH AS PARKING, STORMWATER LAKES, PARKS OR OTHER SPACES MAY BE IDENTIFIED AND REFINED THROUGH SUBSEQUENT PERMITTING CONSISTENT WITH LOCAL LAND DEVELOPMENT REGULATIONS.
3. ADDITIONAL UNITS AND SQUARE FOOTAGE MAY BE ADDED TO THE INCREMENT IN THE FUTURE THROUGH AN AMENDMENT TO THIS INCREMENT.
4. GOLF COURSE/RECREATION IS ALLOWED IN MIXED USE RESIDENTIAL COMMERCIAL (MURC).

EXHIBIT C
RESERVED

EXHIBIT D

UPDATED SUMMARY OF LAND DEDICATIONS AND FACILITIES CONSTRUCTION

Exhibit D

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION/CONSTRUCTION TIME LINE ^{*3}

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations	The criteria for determining public facility shell completion and/or land dedication shall be by population or residential certificate of occupancy ("C/O") referenced below.
Fire/Rescue/Law Enforcement					
Site #3 Fire	2	1	8,500	3rd Fire Station by 12,500 persons or 400,000 square feet of non-residential within Increment 3, whichever will be achieved first.	^{*2}

SUMMARY OF LAND DEDICATION & FACILITIES CONSTRUCTION

SITE & BUILDING DEDICATION TIME LINE

Public Facilities Required	Aggregate Site Dedication (acre)	Number of Sites (#)	Shell Building Required (s.f.)	Commencement of Operations	The criteria for determining public facility shell completion and/or land dedication shall be by <u>residential</u> certificate of occupancy ("C/O")
Schools ^{*1}					

Notes to Exhibit 'D'

^{*1} School Board criteria for land dedication per the School Site Dedication Agreement.

General Notes:

1) All dedications and construction, required under this schedule, shall be completed and turned over based on a population or residential dwelling unit certificate of occupancy use threshold required above or as otherwise agreed to by the parties.

*2 County and Developer shall meet bi-annually to discuss the next five (5) years of development projections, such projections shall include the projected population and square footage for non-residential development, including but not limited to retail, office, industrial, ancillary facilities, etc. The population projection shall be based on 2.5 persons per unit. The development projections shall also be coordinated with the emergency response zones to meet the service requirements. The site and building dedication/construction timing for each public facility will be agreed upon in writing as part of the bi-annual meetings.

2) The shell building construction required above shall be completed by the Developer one (1) year prior to the trigger referenced in the column entitled 'Commencement of Operations'.

3) Subject to agreement with the County and Developer, public facilities may be located in other increments without the requirement to amend Exhibit D. Biennial Report monitoring and subsequent amendments to the DRI will incorporate such changes, as appropriate.

*3 The parties may agree that either party may complete the shell building and/or interior buildout for the other party upon terms and conditions acceptable to both parties.

EXHIBIT E

BABCOCK RANCH COMMUNITY INCREMENT 3 PARAMETERS

EXHIBIT E

Table 1. INCREMENT 3 PARAMETERS

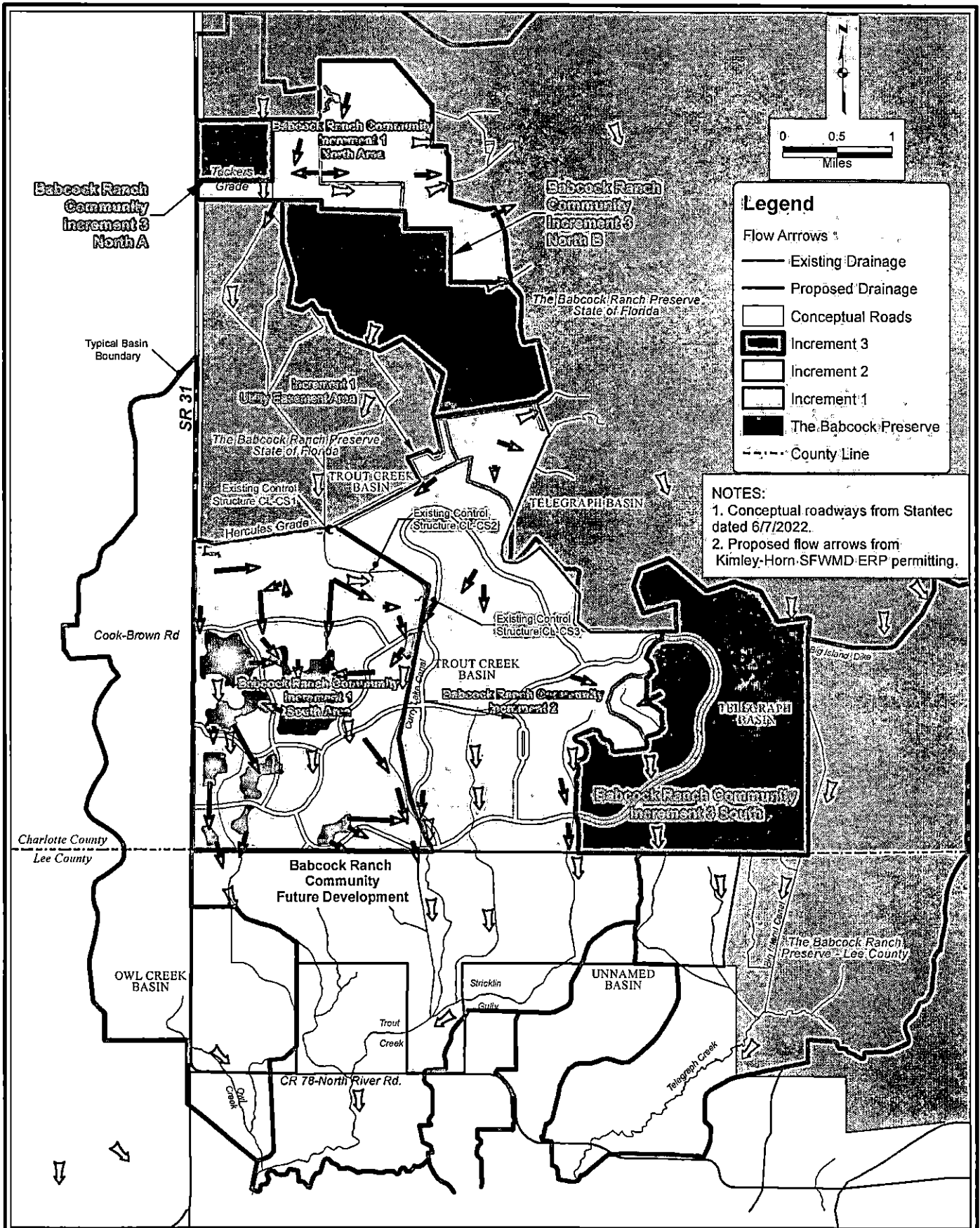
Increment 3		Total
RESIDENTIAL	D.U.	2,5624,170
COMMERCIAL/RETAIL	S.F.	200,000643,000
OFFICE (GEN/MED)	S.F.	80,00090,000
GOVERNMENT/CIVIC	S.F.	10,000
INDUSTRIAL	S.F.	100,000
GOLF COURSE	Holes	18
ALF	Beds	139

Note:

- 1) Utilities, agriculture, and ecotourism are permitted throughout Increment 3.
- 2) Table 1 can be adjusted and interchanged in accordance with the equivalency matrix set forth in Exhibit H of the MDO, subject to the external vehicle trip limitations set forth in Exhibit G of the MDO.
- 3) Supporting community and other facilities are subject to Findings of Fact and Conclusions of Law Sections 5 (iv) and (v).

EXHIBIT F
INCREMENT 3 MASTER DRAINAGE PLAN

\\frms01\drawings\2012\2012205-006\Environmental\arcgis\Map 1 - Proposed Master Drainage.mxd



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ENGINEERING

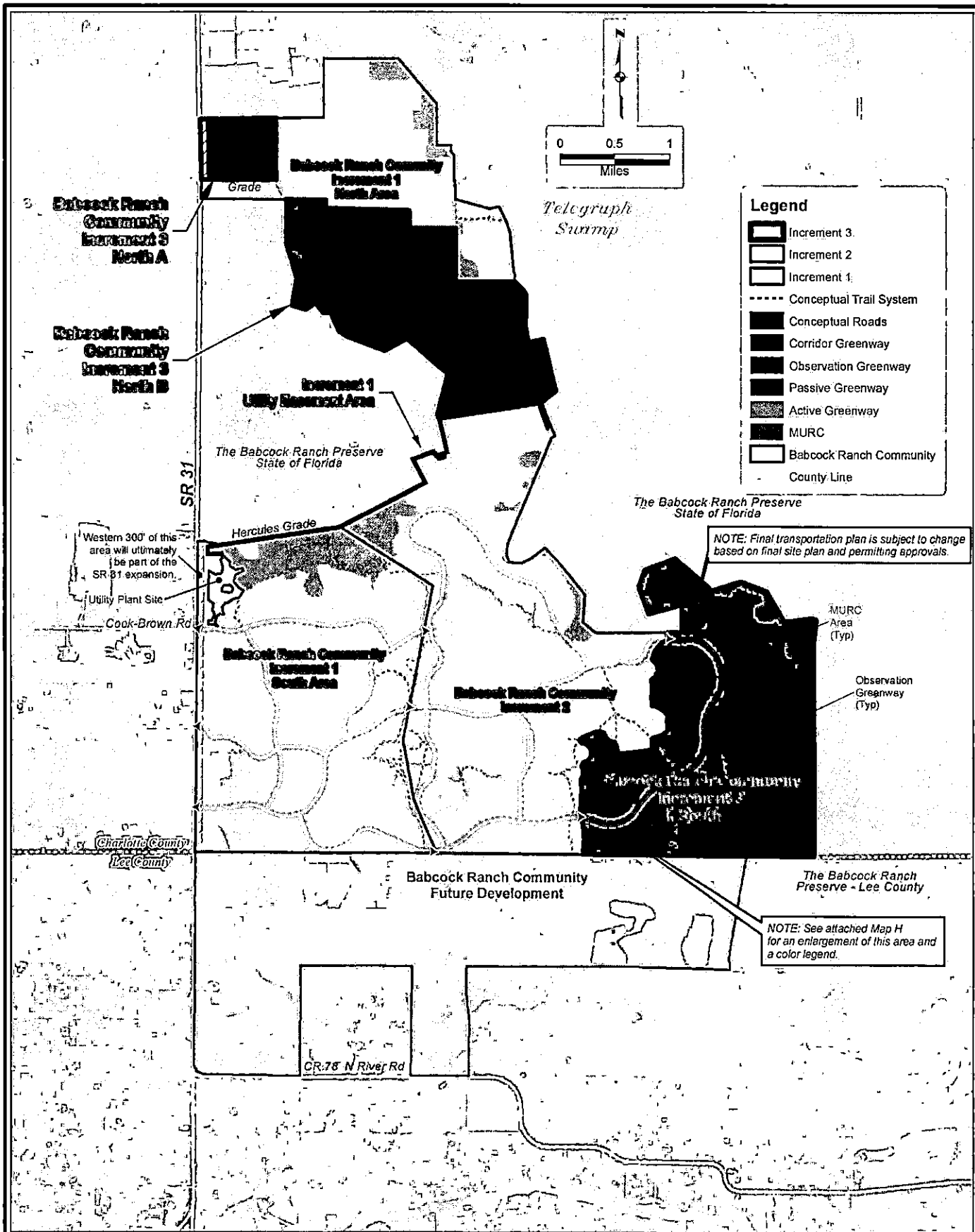
JOHNSON ENGINEERING, INC.
2122 JOHNSON STREET
P.O. BOX 1550
FORT MYERS, FLORIDA 33902-1550
PHONE (239) 334-0046
FAX (239) 334-3661
E.B. #642 & L.B. #642

Increment 3 Babcock Ranch Community Master Drainage Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	AS SHOWN	MAP 1

EXHIBIT G
INCREMENT 3 MASTER INTERNAL CIRCULATION PLAN

\\ms01\drawings\2012\20129205-006\Environmental\arogis\Exh G - Primary Trans.mxd



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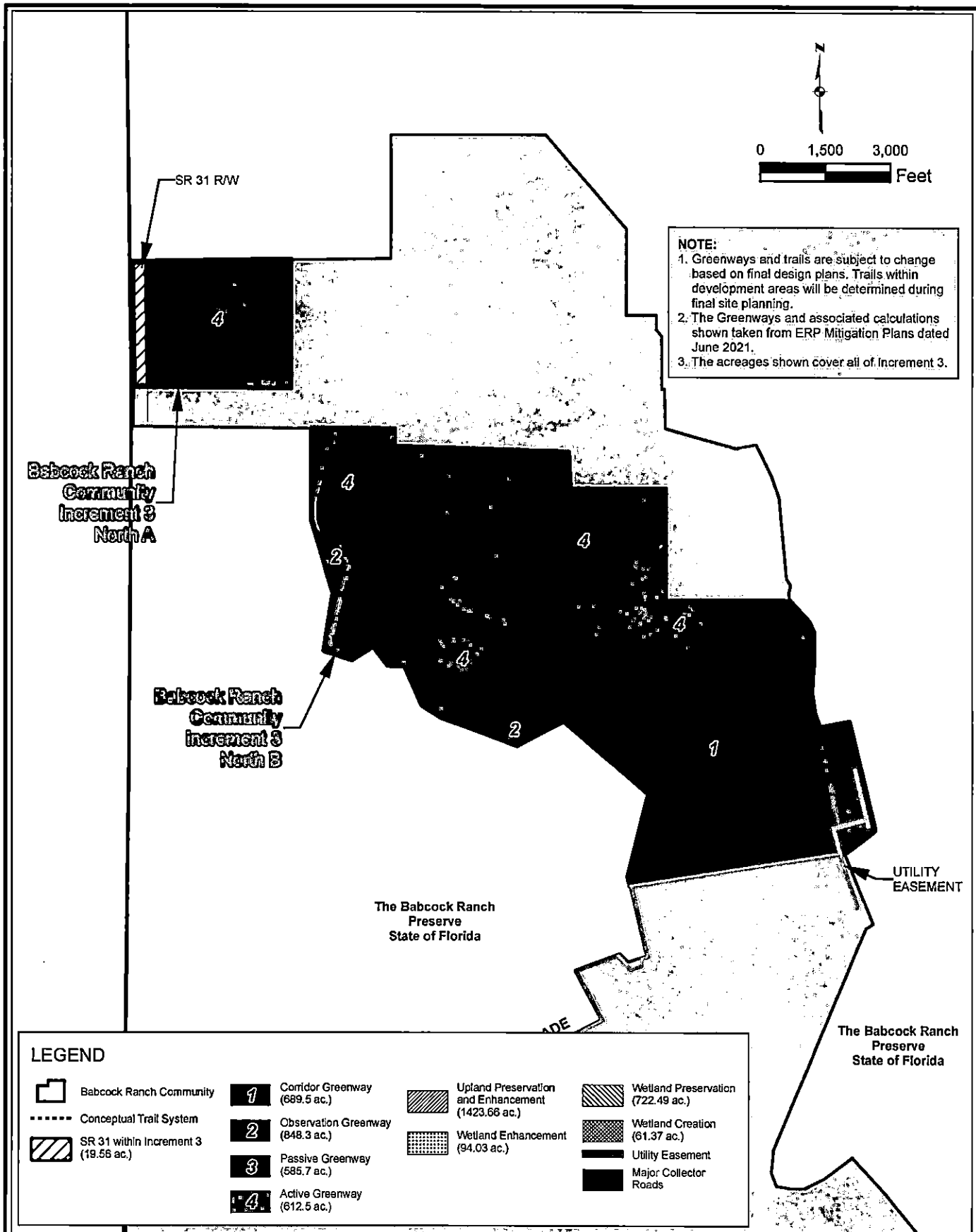
Increment 3 Babcock Ranch Community Master Internal Circulation Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	AS SHOWN	Exh G

EXHIBIT H

INCREMENT 3 PRIMARY GREENWAYS MAP AND TRAILS PLAN

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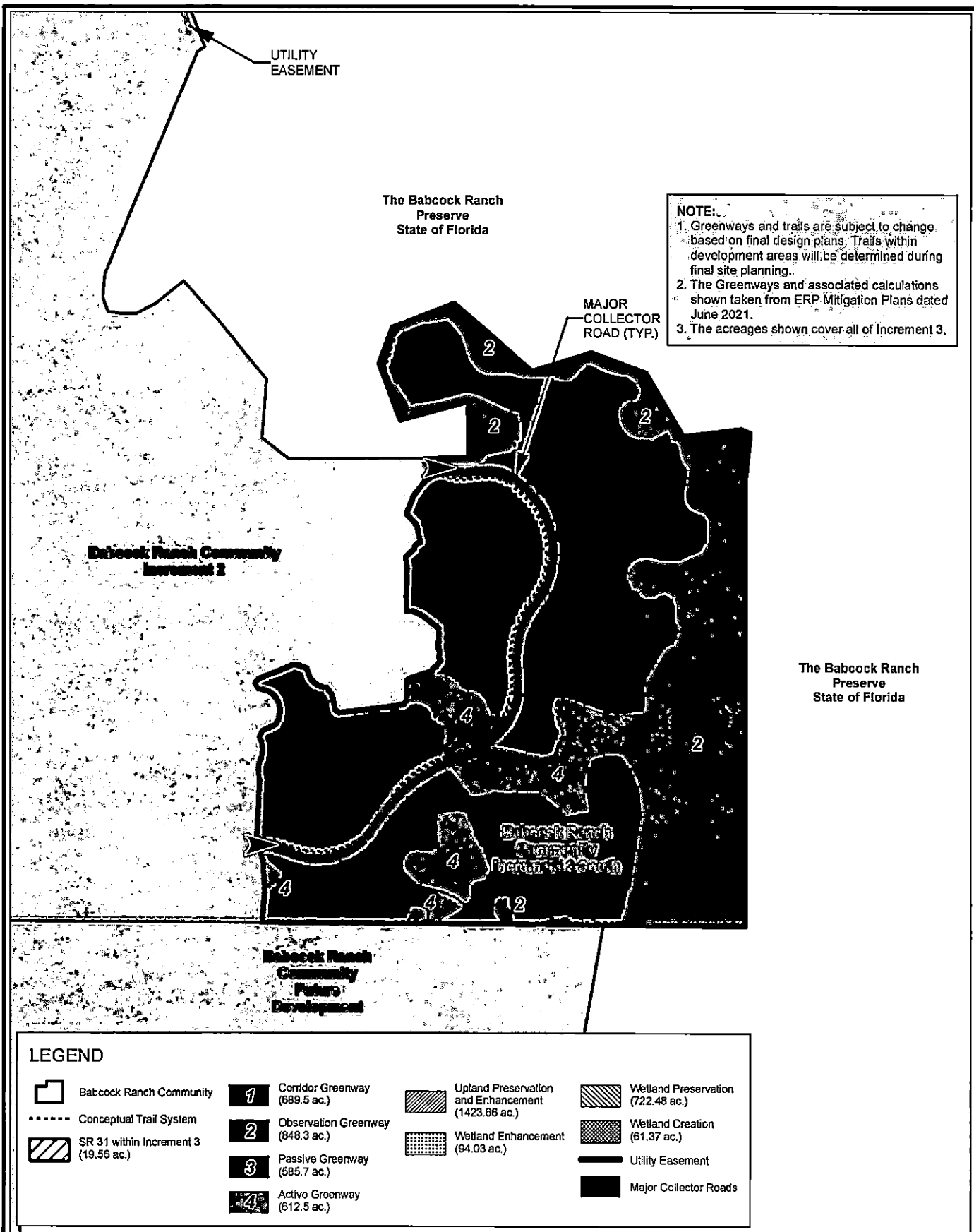
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Increment 3 North
Babcock Ranch Community
Primary Greenways & Trails

DATE JUNE 2022	PROJECT 20129205-006	FILE NO. --	SCALE As Shown	SHEET EXH. H1
-------------------	-------------------------	----------------	-------------------	------------------

\\fms01\drawings\2012\20125205-006\Environmental\arj\ExH2 GreenwaysAndTrails_8.5x11.mxd



NOTE:

1. Greenways and trails are subject to change based on final design plans. Trails within development areas will be determined during final site planning.
2. The Greenways and associated calculations shown taken from ERP Mitigation Plans dated June 2021.
3. The acreages shown cover all of Increment 3.

JOHNSON
ENGINEERING

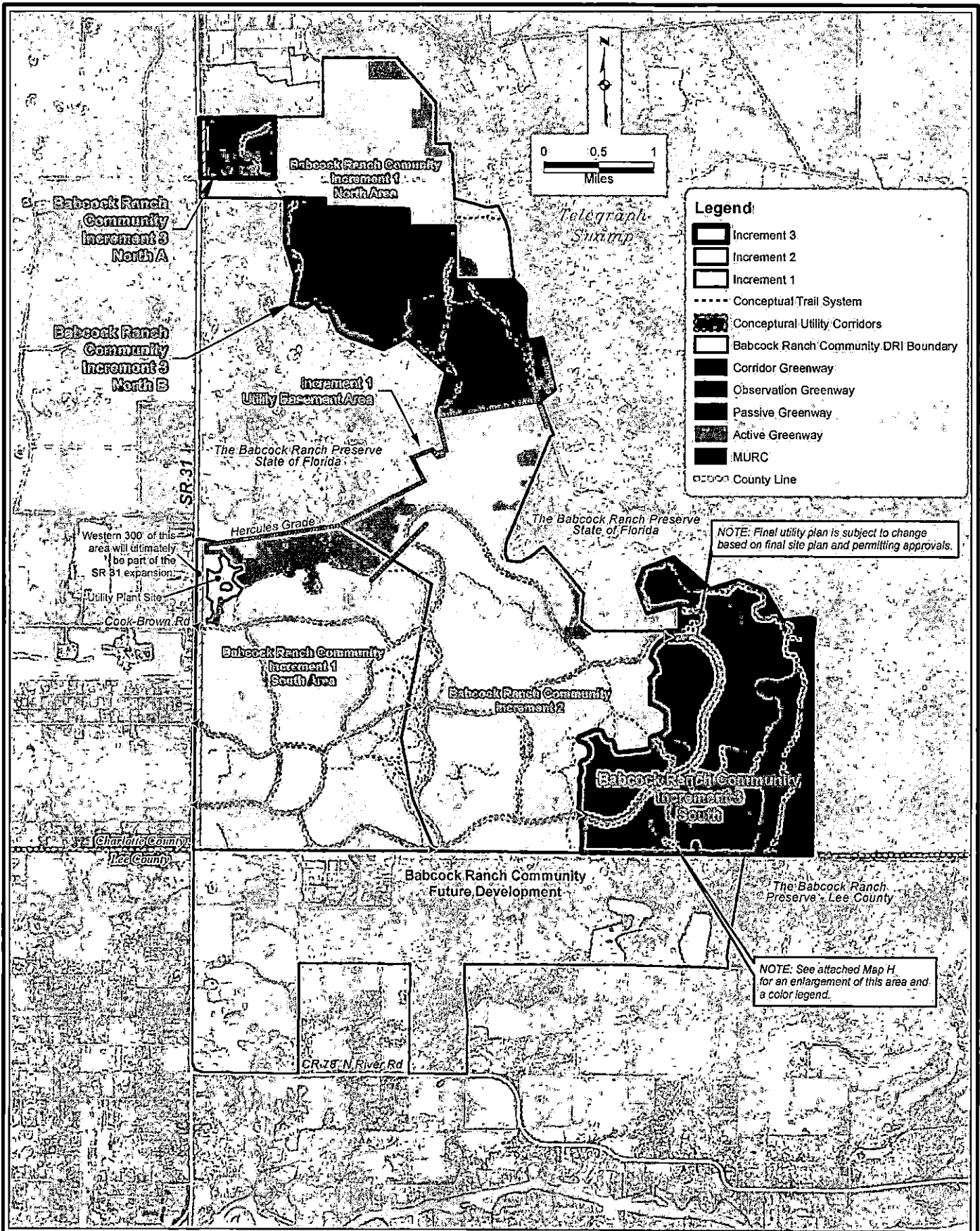
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FAX (239) 334-3661
E.B. #642 & L.B. #642

**Increment 3 South
Babcock Ranch Community
Primary Greenways & Trails**

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	As Shown	EXH. H2

EXHIBIT I
INCREMENT 3 PRIMARY UTILITY CORRIDOR MAP

\\fms01\drawings\2012\201229205-006\Environmental\arcgis\Exh 17-1 - Prim Utility Corridor Plan.mxd



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FAX (239) 334-3661
E.B. #642 & L.B. #642

Increment 3 Babcock Ranch Community Primary Utility Corridor Plan

DATE	PROJECT	FILE NO.	SCALE	SHEET
JUNE 2022	20129205-006	--	AS SHOWN	EXH 17-1